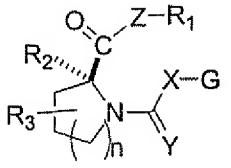
LISTING OF CLAIMS:

1. (Currently amended) A compound or a pharmaceutically acceptable salt or a stereoisomer of formula I



I

wherein

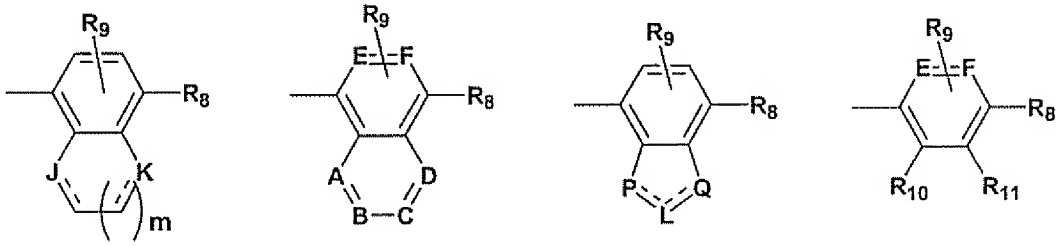
R_1 is selected from the group consisting of hydrogen, alkyl or substituted alkyl, alkenyl or substituted alkenyl, cycloalkyl or substituted cycloalkyl, arylalkyl or substituted arylalkyl, and CH_2OR_4;

R_2 is selected from the group consisting of hydrogen, alkyl or substituted alkyl, alkenyl or substituted alkenyl, arylalkyl or substituted arylalkyl, aryl or substituted aryl, heterocyclo or substituted heterocyclo, heteroaryl or substituted heteroaryl, and CH_2OR_4;

R_3 is selected from the group consisting of hydrogen, alkyl or substituted alkyl, CH_2OR_4, OR_2, SR_2, halo, NHR_2, $NHCOR_4$, $NHCO_2R_4$, $NHCONR_4R_4$', and $NHSO_2R_4$;

R_4 and R_4' for each occurence are each independently selected from the group consisting of hydrogen, alkyl or substituted alkyl, alkenyl or substituted alkenyl, alkynyl or substituted alkynyl, cycloalkyl or substituted cycloalkyl, arylalkyl or substituted arylalkyl, aryl or substituted aryl, heterocyclo or substituted heterocyclo, and heteroaryl or substituted heteroaryl;

G is selected from:



Wherein

R^8 is CN;

~~R_8~~, R_9, R_{10}, and R_{11} are each independently selected from the group consisting of hydrogen (H), NO_2 , CN, CF_3, OR_4, CO_2R_4, NR_4R_4', $CONR_4R_4'$, CH_2OR_4, alkyl or substituted alkyl, alkenyl or substituted alkenyl, alkynyl or substituted alkynyl, cycloalkyl or substituted cycloalkyl, arylalkyl or substituted arylalkyl, aryl or substituted aryl, and heteroaryl or substituted heteroaryl;

A to F is each independently selected from N or CR_1;

J, K, L, P, and Q are each independently selected from NR_{12}, O, S, SO, SO_2, or $CR_{12}R_{12}'$;

R_{12} and R_{12}' in each functional group are each independently selected from a bond or R_1; and

m is an integer of 0 or 1;

X is a linking group selected from the group consisting of NR_4 and CHR_4;

Y is selected from the group consisting of O, NR_4, NOR_4, S, and CH_2;

Z is -O- or NR_4; and

n is an integer of 1;

with the following provisos:

(a) when Y is NOR_4, R_4 is not hydrogen;

(b) excluding compounds where the following occur simultaneously:

R_1 is methyl;

X is NH;

Y is O or S; and

Z is O;

(c) excluding compounds where the following occur simultaneously:

R_1 is methyl;

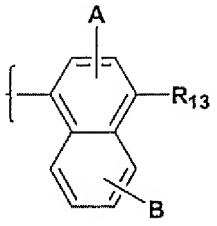
X is NH;

Z is O;

Y is NR_4;

R_4 is selected from the group consisting of hydrogen, alkyl or substituted alkyl, alkenyl or substituted alkenyl, cycloalkyl or substituted cycloalkyl, arylalkyl or substituted arylalkyl, aryl or substituted aryl, and heteroaryl or substituted heteroaryl; and

G has the following structure:



wherein

R_{13} is selected from the group consisting of hydrogen, cyano (-CN), nitro ($-NO_2$), halo, heterocyclo, OR_{14}, CO_2R_{15}, $CONHR_{15}$, COR_{15}, $S(O)_pR_{15}$, $SO_2NR_{15}R_{15}$', $NHCOR_{15}$, and $NHSO_2R_{15}$;

R_{14} in each functional group is independently selected from the group consisting of hydrogen, alkyl or substituted alkyl, CHF_2, CF_3, and COR_{15};

R_{15} and R_{15}' in each functional group are each independently selected from the group consisting of hydrogen, alkyl or substituted alkyl, alkenyl or substituted alkenyl, alkynyl or substituted alkynyl, cycloalkyl or substituted cycloalkyl, heterocycloalkyl or substituted heterocycloalkyl, arylalkyl or substituted arylalkyl, aryl or substituted aryl, heteroaryl or substituted heteroaryl, and -CN;

A and B are each independently selected from the group consisting of hydrogen, halo, cyano(-CN), nitro($-NO_2$), alkyl or substituted alkyl, and OR_{14}; and

p is an integer from 0 to 2.

2. Canceled

3. Canceled

4. (Original) The compound as defined in claim 1 wherein

R_1 is hydrogen or alkyl;

R_2 is hydrogen or alkyl;

R_3 is hydroxyl;

X is NR_4;

Y is O;

Z is O; and

n is 1

5. (Original) A pharmaceutical composition comprising the compound as defined in claim 1 and a phramaceutically acceptable carrier therefore.

6. (Original) The pharmaceutical composition as defined in claim 5 further comprising a growth promoting agent.

7. (Original) A pharmaceutical composition comprising a compound as defined in claim 1 and at least one additional therapeutic agent selected from the group consisting of parathyroid hormone, bisphosphonates, estrogen, testosterone, progesterone, selective estrogen receptor modulators, growth hormone secretagogues, growth hormone, progesterone receptor modulators, anti-diabetic agents, anti-hypertensive agents, anti-inflammatory agents, anti-osteoporosis agents, anti-obesity agents, cardiac glycosides, cholesterol lowering agents, anti-depressants, anti-anxiety agents, anabolic agents, and thyroid mimetics.

8. (Previously Presented) A method for treating prostate cancer which comprises administering to a mammalian species in need of treatment a therapeutically effective amount of a compound as defined in claim 1.

9. (Canceled)

10. (New) A compound selected from the group consisting of

1-(4-Cyano-2-ethyl-3-(trifluoromethyl)phenyl-1-carbamoyl)-3-hydroxy-pyrrolidine-2-carboxylic acid methyl ester;

1-(4-Cyanonaphthalen-1-ylcarbamoyl)-3-hydroxy-pyrrolidine-2-carboxylic acid methyl ester;

1-(5-Chloro-6-cyano-pyridin-3-ylcarbamoyl)-3-hydroxypyrrolidine-2-carboxylic acid methyl ester; and

1-[2-(4-Cyanonaphthalen-1-yl)acetyl]-3-hydroxypyrrolidine-2-carboxylic acid methyl ester.